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InterDent Service Corporation

IN THE UNITED STATES DISTRICT COURT

DISTRICT OF IDAHO

POCATELLO DENTAL GROUP, P.C., an
Idaho professional corporation,

Plaintiff,

v.

INTERDENT SERVICE CORPORATION, a
Washington corporation,

Defendant.

INTERDENT SERVICE CORPORATION, a
Washington corporation,

Third-Party Plaintiff,

v.

POCATELLO DENTAL GROUP, P.C., an

Case No. CV-03-450-E-LMB

DEFENDANT/THIRD-PARTY
PLAINTIFF'S MOTION AND
APPLICATION FOR A TEMPORARY
RESTRAINING ORDER (MISNER
NONCOMPETE)

DEFENDANT/THIRD-PARTY PLAINTIFF'S MOTION AND APPLICATION FOR A
TEMPORARY RESTRAINING ORDER (MISNER NONCOMPETE)- 1

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Idaho professional corporation; DWIGHT G. ROMRIELL, individually; LARRY R. MISNER, JR., individually; PORTER SUTTON, individually; ERNEST SUTTON, individually; GREGORY ROMRIELL, individually; ERROL ORMOND, individually; and ARNOLD GOODLIFFE, individually,

Third-Party Defendants.

Pursuant to Fed. R. Civ. P. 65, defendant and third-party plaintiff InterDent Service Corporation ("ISC") moves for entry of a temporary restraining order restraining third-party defendant Larry Misner, Jr., his employees, agents or persons in active concert and participation with him, from (1) practicing dentistry within twenty miles of ISC's office at 4155 Yellowstone Avenue in Pocatello, (2) soliciting patients, clients, providers or customers that received services or were solicited by the Pocatello Dental Group (the "Group"), and (3) soliciting or making offers of employment to any employee of ISC or the Group.

This motion is based upon the grounds that:

1. Pursuant to the Non-Compete Agreement entered into between Misner and ISC, Misner is barred for a two-year period post-termination from competing with ISC within twenty miles of ISC's office in Pocatello and from soliciting ISC's or the Group's patients, clients, providers, customers or employees. Misner has set up a competing practice just down the street from ISC, less than three minutes away.

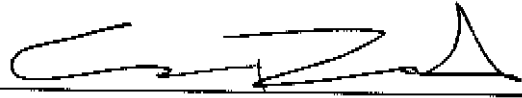
2. Misner's actions have resulted in and threaten to continue to result in irreparable injury to ISC and its employees. Misner has utilized valuable trade information for which ISC's parent paid valuable consideration for his personal benefit and to ISC's detriment. Also, unless Misner is enjoined, other dentists employed with ISC will have no incentive to honor their respective non-compete agreements and will also leave ISC's office in Pocatello to set up their

own practices, forcing the closure of ISC's Pocatello office. The harm to Misner is minimal because he is free to practice dentistry anywhere outside of a twenty mile radius from ISC's Pocatello office.

This motion is supported by the accompanying memorandum in support, ISC's Answer to Plaintiff's Amended Complaint and ISC's Amended and Supplemental Counterclaims and Third-Party Complaint, and the Affidavits of Kevin Webb and Scott J. Kaplan.

DATED: June 2, 2004.

STOEL RIVES LLP

A handwritten signature in black ink, appearing to read 'Scott J. Kaplan', is written over a horizontal line.

Scott J. Kaplan

Darian A. Stanford

G.Rey Reinhardt

Attorneys for Defendant/Third-Party Plaintiff
InterDent Service Corporation

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on this 2 day of June, 2004, I caused to be served a true copy of the foregoing **DEFENDANT/THIRD-PARTY PLAINTIFF'S MOTION AND APPLICATION FOR A TEMPORARY RESTRAINING ORDER (MISNER NONCOMPETE)** upon the following:

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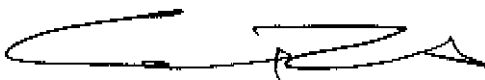
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DATED: this 2nd day of June, 2004.



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